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Division of Corporations

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: (850)617-6383

From:

Account Name : JAM MARK LIMITED

Account Number : 120000000112
Phone : (305)789-7758
Fax Number : (305)789-7799

FLORIDA/FOREIGN LIMITED LIABILITY CO.

B. Smith Colorado Springs, LLC

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EXAMINER

DIVISION OF CORPURAL O

CORPORATION

ARTICLES OF ORGANIZATION OF B. SMITH COLORADO SPRINGS, LLC

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE 1

NAME

The name of the limited liability company is B. SMITH COLORADO SPRINGS, LLC (the "Company").

ARTICLE II

ADDRESS

The principal business address of the Company is:

17891 Lake Estates Drive Boca Raton, FL 33496

The mailing address of the Company is:

P.O. Box 81055 Boca Raton, FL 33481-0155

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 11380 Prosperity Farms Road, #221E, Falm Beach Gardens, FL 33410 as the street address of the initial registered office of the Company and names Corporate Creations Network Inc. as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

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ARTICLE V

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager and 13, therefore, a manager managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

ARTICLE VII

MANAGER(S)

The name and address of the initial Managers is:

Barry Smith P.O. Box 810155 Boca Raton, FL 33481-0155

ARTICLE VIII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the unanimous written consent of the then existing Members to the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable,

ARTICLE IX

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 13th day of October, 2009.

leffre L. Rubinger,

Authorized Representative of the Member(s)

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for B. SMITH COLORADO SPRINGS, LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 13th day of October, 2009.

Ĥv:

Veronica Pacz, Special Sheretary Corporate Creations Network Inc.